

C-02-CV-20-001045

## EXHIBIT A

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**Tax Identification No. 07-000-00966100**

### CONFIRMATORY DEED PURSUANT TO CORPORATE ARTICLES OF TRANSFER

THIS CONFIRMATORY DEED dated November 15, 2011, from Crandell Cove Incorporated, a Maryland non-stock corporation, Grantor, acting pursuant to a resolution of its Board of Directors, to 968 Franklin Manor LLC, a Maryland limited liability company, Grantee.

The Grantor has transferred to the Grantee the property described below, located in Anne Arundel County, Maryland, which constitutes all or substantially all of the assets of Grantor.

The Grantor and the Grantee have filed Articles of Transfer with the State Department of Assessments and Taxation of the State of Maryland, which Articles of Transfer were duly approved by that Department. The Grantee and Grantor have also filed a Certificate of Conveyance with the State Department of Assessments and Taxation of the State of Maryland, which Certificate of Conveyance was duly approved by that Department. All state and local transfer and recordation taxes due and payable on the transfer were paid at the time the Articles of Transfer and Certificate of Conveyance were filed with the State Department of Assessments and Taxation.

Title to the property described below has been transferred by the Articles of Transfer and Certificate of Conveyance, but the Grantor and the Grantee deem it desirable to evidence the transfer by this Confirmatory Deed.

The Grantor, for a consideration of Six Hundred Twenty Thousand Dollars (\$620,000.00) in accordance with the provisions of Section 3-115(b)(2)(i) of the Corporations and Associations Article of the Annotated Code of Maryland, hereby confirms, grants, and conveys to the Grantee, its successors and/or assigns, forever, in fee simple, all the lot of ground located in Anne Arundel County, Maryland, and described as follows:

ALL THAT LOT OR PARCEL of ground situate in the Seventh Assessment District of Anne Arundel County, Maryland, fronting on the northerly side of Franklin Manor Road, and backing up on the shoreline of Deep Cove Creek, and more particularly described by metes and bounds, courses and distances, as follows:

BEGINNING for the same at an iron pipe in the northerly right-of-way line of Franklin Manor Road, said iron pipe being in the westerly outline of a subdivision known as "Franklin Manor Beach;" thence with the said right-of-way line of Franklin Manor Road, 190.05 feet along the arc of a curve deflecting to the right, having a radius of 382.26 feet and a long chord bearing and distance of North 77° 15' 45" West 188.10 feet to a point of tangency; thence still with the northerly right-of-way line of Franklin Manor Road, North 63° 01' 10" West 334.48 feet to a point; thence North 63° 35' 40" West 400.00 feet to a point; thence North 64° 10' 10" West 303.08 feet to a point (said point being North 26° 17' 45" East 3.86 feet from a fence corner); thence with the general course of an old fence, North 26° 17' 45" East 1112.04 feet (passing in transit a fence post 48.65 feet from the end thereof, and an iron pipe set 36.00 feet from the end of this line) to the shore line of Deep Cove Creek; thence running with the shore line of Deep

ACCT. 7000-00966100  
ALL LIENS ARE PAID AS  
OF 12/19/11 A.A. COUNTY  
BY: *[Signature]*

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Cove Creek; South 51° 23' 22" East 456.60 feet, South 34° 34' 39" East 205.25 feet and South 69° 52' 23" East 336.62 feet to a point where the extension of the westernmost boundary of "Franklin Manor Beach" intersects said shore line; thence running along said extension and said boundary, leaving the shore line of Deep Cove Creek, South 10° 17' 30" West 945.24 feet to the place of beginning (passing in transit an iron pipe set 138.00 feet from the beginning of this line, and an iron pipe found at 186.77 feet from the end of this line). Containing 24.909 acres of land, more or less, according to a survey and plat made by Hugh W. Wilkerson & Associates, Engineers and Surveyors, dated May, 1972, which said plat is recorded among the Land Records of Anne Arundel County in Liber 2533, folio 768.

SUBJECT, however, to a 30 foot right-of-way described in a Deed recorded in Liber GTC 1396, folio 213, and whose westerly edge is coincident with the North 26° 17' 45" East 1112.04 foot line described above, and for a distance of 1076.04 feet from the beginning of said line.

SUBJECT, however, to a Declaration of Covenants, Conditions and Restrictions dated January 12, 2005, and recorded among the Land Records of Anne Arundel County in Liber 16247, folio 241; an Inspection and Maintenance Agreement dated November 19, 2004, and recorded among the aforesaid Land Records in Liber 15942, folio 111; a Deed dated April 29, 2005, and recorded in the aforesaid Land Records in Liber 16294, folio 560; and a Deed of Easement and Agreement dated April 29, 2005, and recorded in the aforesaid Land Records in Liber 16294, folio 618.

BEING the same property conveyed to the Grantor from Phyllis C. Taylor, John O Crandell, Jr., Wayne L. Crandell, and Charles A. Crandell, in that certain Gift Deed dated May 24, 2005, and recorded among the Land Records of Anne Arundel County, Maryland at Liber 16356, folio 647.

Together with all improvements thereon, and the rights, alleys, ways, waters, easements, privileges, appurtenances and advantages belonging or in anywise appurtenant thereto.

To have and to hold the property hereby conveyed unto the Grantee, its successors and/or assigns, in fee simple, forever.

The Grantor covenants to warrant specially the property and to execute such further assurances of the property as may be requisite.

IN TESTIMONY WHEREOF the Grantor has caused this Deed to be executed on its behalf by its duly authorized officer.

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ATTEST

GRANTOR:  
CRANDELL COVE INCORPORATED

Reulene Randall

By: Clayton W. Taylor  
Clayton W. Taylor, President

AFFIDAVIT OF CONSIDERATION

I, THE UNDERSIGNED, PRESIDENT OF CRANDELL COVE INCORPORATED, A MARYLAND NON-STOCK CORPORATION, HEREBY CERTIFY UNDER THE PENALTIES OF PERJURY THAT THE ACTUAL CONSIDERATION PAID OR TO BE PAID FOR THE AFOREGOING CONVEYANCE IS SIX HUNDRED TWENTY THOUSAND DOLLARS (\$620,000.00).

ATTEST

GRANTOR:  
CRANDELL COVE INCORPORATED

Reulene Randall

By: Clayton W. Taylor  
Clayton W. Taylor, President

STATE OF MARYLAND, COUNTY OF CALVERT, TO WIT:

I HEREBY CERTIFY, that on this 15<sup>th</sup> day of November, 2011, before me, the subscriber, a Notary Public for the state and county aforesaid, personally appeared Clayton W. Taylor, who acknowledged himself to be the President of Crandell Cove Incorporated, a Maryland non-stock corporation, and that as such officer, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing in my presence, the name of the corporation as such officer.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Kinta Lynn Hassler  
Notary Public

KINTA LYNN HASSLER  
My Commission Expires: NOTARY PUBLIC STATE OF MARYLAND  
My Commission Expires July 1, 2015

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THIS IS TO CERTIFY THAT THE WITHIN INSTRUMENT WAS PREPARED BY OR  
UNDER THE SUPERVISION OF THE UNDERSIGNED, AN ATTORNEY DULY  
ADMITTED TO PRACTICE BEFORE THE COURT OF APPEALS OF MARYLAND.



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Dominic J. Souza, Esq.

After recording, please return to:

Dominic J. Souza, Esq.  
Souza LLC Attorneys  
2543 Housley Road  
Annapolis, MD 21401

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**Certification of Exemption from Withholding Upon Disposition of Maryland Real Estate Affidavit of Residence or Principal Residence**

Based on the certification below, Transferor claims exemption from the tax withholding requirements of Section 10-912 of the Tax-General Article, Annotated Code of Maryland. Section 10-912 provides that certain tax payments must be withheld and paid when a deed or other instrument that effects a change in ownership or real property is presented for recordation. The requirements of Section 10-912 do not apply when a transferor provides a certification of Maryland residence or certification that the transferred property is the transferor's principal residence.

**1. Transferor Information**

Name of Transferor: CRANDELL COVE INCORPORATED

**2. Reasons for Exemption**

Resident Status	<input type="checkbox"/> I, the Transferor, is a resident of the State of Maryland.
	<input checked="" type="checkbox"/> Transferor is a resident entity under §10-912(A)(4) of the Tax-General Article of the Annotated Code of Maryland, I am an agent of Transferor, and I have authority to sign this document on Transferor's behalf.
Principal Residence	<input type="checkbox"/> Although I am no longer a resident of the State of Maryland, the Property is my principal residence as defined in IRC §121.

Under penalty of perjury, I certify that I have examined this declaration and that, to the best of my knowledge, it is true, correct, and complete.

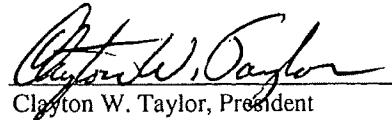
**3a. Individual Transferors**

Witness \_\_\_\_\_

**3b. Entity Transferors**

CRANDELL COVE INCORPORATED

  
Witness / Attest

  
Clayton W. Taylor, President

State of Maryland Land Instrument Intake Sheet									
<input type="checkbox"/> Baltimore City <input checked="" type="checkbox"/> County, Anne Arundel <i>Information provided is for the use of the Clerk's Office, State Department of Assessments and Taxation, and County Finance Office Only.</i> (Type or Print in Black Ink Only—All Copies Must Be Legible)									
1 Type(s) of Instruments		( <input type="checkbox"/> Check Box if addendum Intake Form is Attached.)							
		<input checked="" type="checkbox"/> Deed	<input type="checkbox"/> Mortgage	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____				
		<input type="checkbox"/> Deed of Trust	<input type="checkbox"/> Lease						
2 Conveyance Type Check Box		<input type="checkbox"/> Improved Sale Arms-Length (1)	<input type="checkbox"/> Unimproved Sale Arms-Length (2)	<input type="checkbox"/> Multiple Accounts Arms-Length (3)	<input type="checkbox"/> Not an Arms-Length Sale (9)				
3 Tax Exemptions (if applicable) Cite or Explain Authority		Recordation paid at SDAT State Transfer paid at SDAT County Transfer paid at SDAT							
4 Consideration and Tax Calculations		Consideration Amount			Finance Office Use Only Transfer and Recordation Tax Consideration				
		Purchase Price/Consideration		\$ 620,000.00	Transfer Tax Consideration		\$		
		Any New Mortgage		\$	X ( ) % =		\$		
		Balance of Existing Mortgage		\$	Less Exemption Amount		\$		
		Other:		\$	Total Transfer Tax		\$		
		Other:		\$	Recordation Tax Consideration		\$		
Full Cash Value:		\$	X ( ) per \$500 =		\$				
5 Fees		Amount of Fees			Doc. 1	Doc. 2	Agent:		
		Recording Charge			\$ 20.00	\$		Tax Bill:	
		Surcharge			\$ 40.00	\$		C.B. Credit:	
		State Recordation Tax			\$	\$			
		State Transfer Tax			\$	\$			
		County Transfer Tax			\$	\$			
		Other			\$	\$		Ag. Tux/Other:	
6 Description of Property  SDAT requires submission of all applicable information. A maximum of 40 characters will be indexed in accordance with the priority cited in Real Property Article Section 3-104(g)(3)(i).		District	Property Tax ID No. (1)	Grantor Liber/Folio	Map		Parcel No.	Vor. LOG	
		07	07-000-00968100	16356/00647	0074		0154	<input type="checkbox"/>	(5)
		Subdivision Name			Lot (3a)	Block (3b)	Sect./AR (3c)	Plat Ref.	SqFt/Acreage (4)
		Location/Address of Property Being Conveyed (2)							
		968 Franklin Manor Rd, Churchton, MD 20733							
		Other Property Identifiers (If applicable)							
		Residential <input checked="" type="checkbox"/> or Non-Residential <input type="checkbox"/> Fee Simple <input type="checkbox"/> or Ground Rent <input type="checkbox"/> Amount:							
		Partial Conveyance? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Description/Amt. of SqFt/Acreage Transferred:							
		If Partial Conveyance, List Improvements Conveyed:							
		7 Transferred From		Doc. 1 – Grantor(s) Name(s)			Doc. 2 – Grantor(s) Name(s)		
Crandell Cove Incorporated									
Doc. 1 – Owner(s) of Record, If Different from Grantor(s)				Doc. 2 – Owner(s) of Record, If Different from Grantor(s)					
8 Transferred To		Doc. 1 – Grantee(s) Name(s)			Doc. 2 – Grantee(s) Name(s)				
		968 Franklin Manor LLC							
		New Owner's (Grantee) Mailing Address							
9 Other Names to Be Indexed		Doc. 1 – Additional Names to be Indexed (Optional)			Doc. 2 – Additional Names to be Indexed (Optional)				
10 Contact/Mail Information		Instrument Submitted By or Contact Person						<input checked="" type="checkbox"/> Return to Contact Person	
		Name: Quinn F. Roy, Esquire						<input type="checkbox"/> Hold for Pickup	
		Firm: Souza LLC						<input type="checkbox"/> Return Address Provided	
		Address: 2543 Housley Road, Annapolis, MD 21401 Phone: (410) 571-8366							
Assessment Information		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	Will the property being conveyed be the grantee's principal residence?					
		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	Does transfer include personal property? If yes, identify: _____					
		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	Was property surveyed? If yes, attach copy of survey (if recorded, no copy required).					
		Assessment Use Only – Do Not Write Below This Line							
Terminal Verification		Agricultural Verification		Whole	Part	Tran. Process Verification			
Transfer Number		Date Received:		Deed Reference:		Assigned Property No.:			
Year	20	20	Goo.	Map	Sub	Block			
Land			Zoning	Grid	Plat	Lot			
Buildings			Use	Parcel	Section	Occ. Cd.			
Total			Town Cd.	Ex. Sl.	Ex. Cd.				
REMARKS:									

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